

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CITY OF WESTLAND POLICE AND FIRE
RETIREMENT SYSTEM,

Plaintiff,

v.

Case No. 1:12-cv-00256-LAK

METLIFE, INC., et al.,

Defendants.
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DECLARATION OF TIMOTHY E. HOFFNER

Pursuant to 28 U.S.C. § 1746 Timothy E. Hoeffner declares:

1. I am a member of the Bar of this Court and of DLA Piper LLP (US), which is counsel for the underwriter defendants in this action. I submit this declaration to place before the Court certain publicly filed documents in connection with the underwriter defendants' motion to dismiss the second amended class action complaint. The statements herein are based on my personal knowledge.

2. Attached hereto as Exhibit A is a true and correct copy of a prospectus supplement dated August 3, 2010 for an offering of 75,000,000 shares of common stock of MetLife, Inc. in the form in which it was retrieved from the website maintained by the Securities and Exchange Commission ("SEC") under my direction and supervision.

3. Attached hereto as Exhibit B is a true and correct copy of a prospectus supplement dated March 3, 2011 for an offering of 146,809,712 shares of common stock of

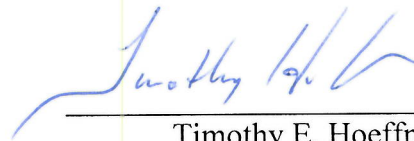
MetLife, Inc. in the form in which it was retrieved from the SEC's website under my direction and supervision.

4. Attached hereto as Exhibit C is a true and correct copy of plaintiff's second amended class action complaint in the form in which it was retrieved from the Court's ECF filing system. The copy attached was an exhibit to plaintiff's motion for leave to file a second amended complaint.

5. Attached hereto as Exhibit D is a true and correct copy of the Order entered in the case captioned *NECA-IBEW Pension Trust Fund v. Bank of America Corp.*, No. 10 Civ. 0440 (LAK) (S.D.N.Y. Mar. 16, 2012) in the form in which it was retrieved from the Court's ECF filing system.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 23rd day of August, 2013.



Timothy E. Hoeffner

CERTIFICATE OF SERVICE

I hereby certify that I am one of the attorneys for the underwriter defendants in this action and that on August 23, 2013, I caused a copy of the foregoing to be filed with the Court's ECF system, which will cause notice of its filing to be served electronically upon all counsel who have appeared in this action

/s/ Timothy E. Hoeffner

Timothy E. Hoeffner